

IN, THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
AT NASHVILLE

GLOBAL FORCE)
ENTERTAINMENT, INC. and)
JEFFREY JARRETT)
Plaintiffs/)
Counter-Defendants,) CIVIL ACTION NO.
v.) 3:18-cv-00749
)
ANTHEM WRESTLING)
EXHIBITIONS, LLC,)
Defendant/)
Counter-Plaintiff.)

--- This is the Videotaped Deposition of NIRAL
MERCHANT, taken at the offices Neesons, a
Veritext Company, 77 King Street West, Suite
2020, Toronto, Ontario, Canada, on the 14th day
of November, 2019.

1 Q. D'Amore.

2 A. When I said I don't recall I was
3 potentially thinking that he might be the other
4 person. I just don't recall if he's on it or
5 not.

6 Q. Have you attended any meeting
7 of -- any management team meetings where
8 Mr. D'Amore was on it?

9 A. Yes.

10 Q. What is your role, if any, with
11 Anthem Wrestling?

12 A. I ostensibly have the chief
13 financial role.

14 Q. What is the chief financial role?

15 A. You'd like me to describe my job?

16 Q. I would.

17 A. I handle the accounting, banking,
18 treasury, invoicing and certain forms of
19 corporate compliance, including payroll,
20 healthcare related and, when and if required,
21 troubleshooting issues that have something to do
22 with a financial nature, such as leasing
23 equipment or acquiring equipment, for example.

24 Q. Anything else?

25 A. I'm sure there are other things

1 corporate entity domiciled in Canada. Fight
2 Media Group Inc. is a corporate entity -- is a
3 corporate entity constanted in Delaware.

4 Q. So I've taken three depositions
5 now, I've taken Mr. Asper, Mr. Nordholm and I've
6 taken yours. All three of you have different
7 testimony regarding the structure of the
8 conglomerate.

9 And I apologize but I'm going to have
10 to ask you questions about the structure now so
11 that I understand what your understanding of the
12 structure is.

13 At the top -- what's the top entity at
14 the top of the Anthem Sports and Entertainment
15 conglomerate?

16 A. Anthem Sports and Entertainment
17 Inc. -- sorry, Anthem Sports and Entertainment
18 Corp.

19 Q. Canada?

20 A. Thank you.

21 Q. Is that correct?

22 A. It's domiciled in Canada. That's
23 not part of the name though.

24 Q. Just so I'm being clear that it's
25 in Canada. What entity is beneath -- directly

1 beneath that on the organizational chart?

2 A. Our org chart is rather complex.

3 Q. I agree. That's why I'm asking
4 the questions. So what is directly beneath --

5 A. Maybe we should give him an org
6 chart but, anyhow, I'm not here to ask the
7 questions.

8 MS. MILLS: Hold on just a second.
9 We're willing to do that if that would --
10 because there is some confusion among the
11 different parties and it was recently
12 reorganized and maybe we can --

13 BY MR. MILLER:

14 Q. I'll spare you these questions if
15 you can agree to provide me a 2017 org chart and
16 a current org chart.

17 MS. MILLS: Can we do that? Have you
18 got that?

19 THE DEPONENT: I should be able to
20 find a version.

21 MR. MILLER: I guess 2018 too, to the
22 extent the change occurred in 2018, because I
23 don't know exactly when you did your
24 restructure.

25

1 separate log-in? Or what accounting system does
2 Anthem Wrestling use?

3 A. It now uses Great Plains from
4 Microsoft Dynamics.

5 Q. In 2017 what did it use?

6 A. It would have used QuickBooks.

7 Q. What software does Anthem Sports
8 and Entertainment Canada use for its accounting?

9 A. Microsoft Dynamics or Great
10 Plains.

11 Q. What about the other entities
12 within the Anthem Sports and Entertainment
13 conglomerate for which you're a CFO, what
14 accounting systems do they use?

15 A. For the most part Great Plains or
16 Microsoft Dynamics.

17 Q. Does the accounting information
18 from Anthem Wrestling upload or populate into
19 the accounting system for Anthem Sports and
20 Entertainment Canada in any way?

21 A. No.

22 Q. So they're a hard separation?

23 A. They are separate.

24 Q. I'm now going to show you what
25 we'll mark as 77 -- Exhibit 77.

1 A. No.

2 Q. Do you have any first-hand
3 knowledge as to how that superior allegedly came
4 up with 10 percent?

5 A. No.

6 Q. So, as we sit here today you
7 don't have any first-hand knowledge of the name
8 of the person that came up with that 10 percent
9 or how that person came up with the 10 percent
10 number, correct?

11 A. Correct.

12 Q. Where it says:

13 "Merchandise labour, 1 and 2,
14 August to December EST at 5 percent."
15 What does that mean?

16 A. That means that my accountant
17 took the \$11,872 out of the general ledger and
18 took 5 percent of it to allocate to this
19 activity.

20 Q. Which accountant was it?

21 A. The accountant that works for the
22 company.

23 Q. So the third party? It's an
24 outside accountant?

25 A. No, no.

1 Q. Okay. So what's the name of the
2 accountant?

3 A. At the time it would have been a
4 gentleman named, more likely than not, Paddy
5 Tong.

6 Q. What is Paddy Tong's title?

7 A. Accountant, General Accountant.

8 Q. Who pays Paddy Tong?

9 A. He is paid -- he is domiciled in
10 Canada and, therefore, he's paid by Anthem
11 Sports and Entertainment Canada.

12 Q. Is he part of the managerial --
13 overall managerial fee of the services that are
14 provided, pursuant to the managerial fee that
15 AWE pays to Anthem Sports and Entertainment?

16 A. No.

17 Q. How does that relationship -- how
18 does Paddy Tong's relationship work with AWE?
19 How is he paid?

20 A. He's paid by Anthem Sports and
21 Entertainment Canada; Anthem Sports and
22 Entertainment Canada would then bill AWE for.
23 Paddy's specific time.

24 Q. It's not included in the overcall
25 managerial fee?

1 A. Not his role.

2 Q. Why is it not included in the
3 overall managerial?

4 A. Because it's very easy to
5 identify him as one particular employee for AWE.
6 It just so happens that he's domiciled in Canada
7 and so it's very difficult, on a cross-border
8 basis, to have him get paid by a U.S. company
9 working here.

10 Q. Is he an employee of Anthem
11 Sports and Entertainment Canada?

12 A. Yes.

13 Q. So he doesn't have a services
14 agreement, he's an actual employee?

15 A. Correct.

16 Q. How did Mr. Tong, am I right in
17 saying that correctly? Tong?

18 A. Tong, yeah.

19 Q. How did Mr. Tong estimate, and I
20 assume that's what "EST" means, estimate at 5
21 percent? What did he mean by "estimate at 5
22 percent"?

23 A. He would have estimated the
24 amount of time of the merchandise labour, that
25 was related to the work that was done by the

REPORTER'S CERTIFICATE

I, HELEN MARTINEAU, CSR, Certified
Shorthand Reporter, certify;

That the foregoing proceedings were
taken before me at the time and place therein
set forth at which time the witness was put
under oath by me;

That the testimony of the witness and
all objections made at the time of the
examination were recorded stenographically by me
and were thereafter transcribed;

That the foregoing is a true and
accurate transcript of my shorthand notes so
taken. Dated this 24th day of November, 2019.

A handwritten signature in blue ink, appearing to read "H Martineau", is written over a horizontal line.

PER: HELEN MARTINEAU
CERTIFIED SHORTHAND REPORTER